

THE COCONINO SUN.

ARTICLES
OF
INCORPORATION.

Know All Men by These Presents: That we, the undersigned, D. B. Lyons, C. E. Lyons and H. G. Wolcott, all of Chicago, Cook county, Illinois, do hereby associate ourselves together as a body corporate in accordance with the provisions of Title 12, Chapter 2, of the Revised Statutes of the Territory of Arizona, and do hereby declare and set forth the following articles of incorporation:

ARTICLE I.

The names of the incorporators are D. B. Lyons, C. E. Lyons and H. G. Wolcott; the name of the corporation is the IMPERIAL MINING COMPANY, and its principal place of transacting business is Williams, Arizona, though it may have branch offices in other cities and states.

ARTICLE II.

The general nature of the business proposed to be transacted is contained in the following powers of the corporation, to-wit: To bond, lease, purchase and sell, or in any lawful manner whatsoever to acquire real estate, mining property, mineral or timber lands, water rights, and to lease or own any and everything whatsoever, and to do anything and everything whatsoever that may be deemed wise or necessary in connection with the ownership, acquisition, leasing, selling or operation of said property and rights. In the transaction of its business the corporation may sue and be sued; may borrow or lend; may own, execute, hold or acquire, for its own benefit or in trust, mortgages, trust deeds, bonds, notes, leases, contracts, and transact any and all classes of business which an individual might do under similar circumstances. The corporation may have a common seal and alter the same at pleasure.

ARTICLE III.

The authorized capital stock of this corporation shall be Fifty Thousand Dollars (\$50,000), which shall be paid in at such times and upon such conditions as may be required by the board of directors. The company may begin business when Five Thousand Dollars (\$5,000) of said stock has been subscribed. Said capital stock shall be divided into shares of One Hundred Dollars (\$100) each.

ARTICLE IV.

The time of the commencement of the corporation shall be when these articles are filed for record with the County Recorder of Coconino county, Arizona, and the termination of the corporation shall be twenty (20) years after said date, unless sooner dissolved by vote of the shareholders representing three-fourths (3/4) of the outstanding stock of the corporation. The affairs of the corporation shall be conducted by a board of directors, consisting of not more than five (5) nor less than three (3) persons, who shall be elected by the stockholders at their regular annual meeting, which shall occur upon the first Tuesday of May of each year. The persons who shall act as directors until the first annual meeting of the corporation and until their successors shall be elected and qualified,

are the incorporators, to-wit: D. B. Lyons, C. E. Lyons and H. G. Wolcott.

ARTICLE V.

The officers of the corporation shall be a president, vice-president, secretary and treasurer, and one person may be elected to perform the duties of two of said officers, which officers shall be elected by the stockholders and shall continue in office until their successors are elected and qualified. No person shall be eligible to be a director or officer of this corporation unless he or she shall own at least one (1) share of its capital stock. Meetings of directors may be held in Chicago, Illinois.

ARTICLE VI.

The highest amount of indebtedness or liability to which the corporation is at any time to subject itself shall not exceed two-thirds (2/3) of its outstanding capital stock.

ARTICLE VII.

The private property of the stockholders shall be exempt from corporate debts.

ARTICLE VIII.

Transfers of stock of the corporation shall not be valid until such transfer is regularly entered upon the books of the company, so as to show the names of the persons by whom and to whom the transfer is made, the numbers or other designations of the shares, and the date of the transfer.

ARTICLE IX.

The directors may from time to time establish by-laws for the government of the affairs of the corporation, which may be changed at any regular or duly called meeting of the board of directors.

ARTICLE X.

At any meeting of the shareholders persons representing in person or by proxy, sixty per cent. (60 per cent.) of the outstanding stock of the corporation shall be deemed a quorum for the transaction of business, and at any meeting of the board of directors a majority of the members of the board shall constitute a quorum for the transaction of business.

In Testimony Whereof, We, the undersigned, D. B. Lyons, C. E. Lyons and H. G. Wolcott, have subscribed our names at Chicago, Illinois, this sixteenth (16th) day of December, A. D. 1897.

[Signed.]
D. B. LYONS,
C. E. LYONS,
H. G. WOLCOTT.

STATE OF ILLINOIS,

COUNTY OF COOK.

Be it remembered, that on this 16th day of December, A. D. 1897, before me, a notary public in and for said county and state, personally appeared D. B. Lyons, C. E. Lyons and H. G. Wolcott, known to me to be the identical persons whose names are subscribed to the foregoing Articles of Incorporation as incorporators, and acknowledged to me each and severally that they executed the same for the purpose and consideration therein expressed.

NOTARIAL: Given under my hand and seal of office this sixteenth day of December, A. D. 1897.

OSCAR S. BAYLIES,
Notary Public in and for Cook County, Illinois.